

MORREAU JANE C
 Form 4
 January 04, 2011

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 MORREAU JANE C

2. Issuer Name and Ticker or Trading Symbol
 BROWN FORMAN CORP [BFA, BFB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 850 DIXIE HIGHWAY
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 01/03/2011

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 SVP, Director Finance

LOUISVILLE 40210
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Class A Common					957	D	
Class B Common	01/03/2011		M		2,525	A	\$ 26.29
Class B Common	01/03/2011		F		1,563	D	\$ 69.62
Class B Common	01/03/2011		S		962	D	\$ 69.47
Class B Common							<u>(1)</u>
Class B Common					1,330.815	<u>(2)</u>	D

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
Non-Qualified Stock Option (right to buy) ⁽³⁾	\$ 26.29 ⁽⁴⁾	01/03/2011		M	2,525	05/01/2004 04/30/2011	Class B Common	2,525 ⁽⁴⁾
Non-Qualified Stock Option (right to buy) ⁽³⁾	\$ 24.7 ⁽⁵⁾					05/01/2005 04/30/2012	Class B Common	3,200 ⁽⁵⁾
Non-Qualified Stock Option (right to buy) ⁽³⁾	\$ 30.18 ⁽⁶⁾					05/01/2006 04/30/2013	Class B Common	3,700 ⁽⁶⁾
Non-Qualified Stock Option (right to buy) ⁽³⁾	\$ 35.83 ⁽⁷⁾					05/01/2007 04/30/2014	Class B Common	3,300 ⁽⁷⁾
Stock Appreciation Right ⁽³⁾	\$ 45.53 ⁽⁸⁾					05/01/2008 04/30/2015	Class B Common	2,800 ⁽⁸⁾
Stock Appreciation Right ⁽³⁾	\$ 55.69 ⁽⁹⁾					07/27/2006 04/30/2016	Class B Common	5,200 ⁽⁹⁾
Stock Appreciation Right ⁽³⁾	\$ 53.8 ⁽¹⁰⁾					05/01/2010 04/30/2017	Class B Common	5,800 ⁽¹⁰⁾
						05/01/2011 04/30/2018		

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- (10) These stock appreciation rights were previously reported as covering 5,747 shares at an exercise price of \$54.58 per share, but were adjusted to reflect the December 28, 2010 special cash dividend.
- (11) These stock appreciation rights were previously reported as covering 4,410 shares at an exercise price of \$57.40 per share, but were adjusted to reflect the December 28, 2010 special cash dividend.
- (12) These stock appreciation rights were previously reported as covering 7,089 shares at an exercise price of \$43.72 per share, but were adjusted to reflect the December 28, 2010 special cash dividend.
- (13) These stock appreciation rights were previously reported as covering 7,786 shares at an exercise price of \$62.13 per share, but were adjusted to reflect the December 28, 2010 special cash dividend.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.